SIMPLICITY HOLDING LIMITED
倩碧控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8367)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2018

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

*This announcement, for which the directors (the "**Directors**") of Simplicity Holding Limited (the "**Company**", together with its subsidiaries the "**Group**") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "**GEM Listing Rules**") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

This announcement will remain on the GEM website at http://www.hkgem.com on the "Latest Company Announcements" page for at least seven days from the date of its publication and posting and will be published and remains on the website of the Company at http://www.simplicityholding.com.

ANNUAL RESULTS

The board of Directors (the "**Board**") of the Company is pleased to announce the audited consolidated results of the Group for the year ended 31 March 2018, together with the comparative figures for the year ended 31 March 2017. The financial information of the Group has been approved by the Board.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2018

		2018	2017
	NOTES	***HK$'000***	*HK$'000*
Revenue	*3*	**135,624**	149,715
Other income	*4*	**629**	678
Other losses	*4*	**(166)**	(467)
Raw materials and consumables used		**(36,874)**	(42,906)
Staff costs		**(48,943)**	(52,829)
Depreciation		**(7,515)**	(7,652)
Rental and related expenses		**(23,608)**	(23,724)
Utilities expenses		**(7,261)**	(7,068)
Listing expenses		**(14,018)**	(669)
Other expenses		**(8,081)**	(6,081)
Finance costs	*5*	**(326)**	(286)
(Loss) profit before tax	*6*	**(10,539)**	8,711
Income tax expense	*7*	**(835)**	(1,359)
(Loss) profit and total comprehensive (expense) income for the year		**(11,374)**	7,352
(Loss) profit and total comprehensive (expense) income for the year attributable to:			
– owners of the Company		**(12,163)**	6,292
– non-controlling interests		**789**	1,060
		(11,374)	7,352
(Loss) earnings per share	*9*		
Basic *(HK cents)*		**(2.04)**	1.22

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2018

	NOTES	**2018** **HK$'000**	2017 *HK$'000*
Non-current assets			
Property, plant and equipment		**51,256**	54,137
Intangible asset		**314**	–
Deferred tax assets		**1,055**	1,518
Deposits	*10*	**4,938**	5,950
		57,563	61,605
Current assets			
Inventories		**1,139**	1,190
Trade and other receivables, deposits and prepayments	*10*	**6,663**	5,297
Amount due from a related party		**1,100**	–
Tax recoverable		**950**	149
Bank balances and cash		**49,225**	4,347
		59,077	10,983
Current liabilities			
Trade and other payables and accruals	*11*	**14,156**	9,588
Amounts due to related parties		**–**	1,383
Amounts due to non-controlling shareholders of subsidiaries		**–**	1,319
Tax payable		**1,663**	1,879
Bank borrowings	*12*	**–**	13,058
Provisions		**650**	–
		16,469	27,227
Net current assets (liabilities)		**42,608**	(16,244)
Total assets less current liabilities		**100,171**	45,361

	NOTES	2018 HK$'000	2017 HK$'000
Non-current liabilities			
Provisions		**1,130**	1,660
Deferred tax liabilities		**470**	108
Bank borrowings	*12*	**15,000**	–
		16,600	1,768
Net assets		**83,571**	43,593
Capital and reserves			
Share capital	*13*	**8,000**	8
Reserves		**74,622**	41,424
Equity attributable to owners of the Company		**82,622**	41,432
Non-controlling interests		**949**	2,161
Total equity		**83,571**	43,593

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2018

1. GENERAL INFORMATION, REORGANISATION AND BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

The Company was incorporated and registered as an exempted company with limited liability in the Cayman Islands under the Companies Law Chapter 22 of the Cayman Islands on 27 January 2017 and its shares were listed on GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 26 February 2018. The addresses of the registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company is located at Unit 13, 8/F, Vanta Industrial Centre, 21-33 Tai Lin Pai Road, Kwai Chung, New Territories, Hong Kong. Its immediate holding company is Marvel Jumbo Limited ("MJL"), a private limited company incorporated in the British Virgin Islands ("BVI") with limited liability. MJL is 31% owned by Ms. Wong Suet Hing ("Ms. SH Wong"), 31% owned by Ms. Chow Lai Fan ("Ms. LF Chow"), sister-in-law of Ms. SH Wong, 18.7% owned by Ms. Wong Sau Ting Peony ("Ms. ST Wong"), daughter of Ms. SH Wong, 15% owned by Ms. Wong Suet Ching ("Ms. SC Wong"), sister of Ms. SH Wong, and 4.3% owned by Mr. Ma Sui Hong ("Mr. SH Ma"), the son of Ms. Wong Shuet Ying ("Ms. SY Wong"), sister of Ms. SH Wong.

The Company is an investment holding company and its subsidiaries are principally engaged in restaurant operations in Hong Kong.

The consolidated financial statements are presented in Hong Kong Dollars ("HK$"), which is also the functional currency of the Company.

Before the reorganisation as described below (the "Reorganisation"), all the companies comprising the Group were controlled by Foodies Group Limited ("FGL"), Access Gear Investment Limited ("AGIL"), Jumbo Spirit Group Limited ("JSGL") and Golden Legend Investment Limited ("GLIL"). GLIL is a company incorporated in BVI and not forming part of the Group. FGL, AGIL, JSGL and GLIL were 95.7% owned by (i) Ms. SH Wong; (ii) Ms. ST Wong; (iii) Ms. SC Wong ; and (iv) Ms. LF Chow (collectively known as "Controlling Shareholders"). They are acting in concert and owned the family business through their interests held in the companies now comprising the Group.

Remaining 4.3% interests of FGL, AGIL, JSGL and GLIL is owned by Ms. SY Wong, From December 2016 to February 2017, Ms. SY Wong transferred her equity interest of these entities to Mr. SH Ma. Both Ms. SY Wong and Mr. SH Ma are considered as non-controlling shareholders of the companies now comprising the Group before the completion of Reorganisation.

In preparation of the listing of the Company's shares on GEM of the Stock Exchange (the "Listing"), the companies comprising the Group underwent the reorganisation as described below.

(i) The Company was incorporated in the Cayman Islands on 27 January 2017. The Company at the time of incorporation had an authorised share capital of HK$380,000 divided into 38,000,000 shares with a par value of HK$0.01 each, of which one share was allotted and issued to an independent first subscriber at par and was subsequently transferred to Ms. SH Wong at par on 27 January 2017.

(ii) On 15 March 2017, the Company has allotted and issued 2,789, 2,790, 1,683, 1,350 and 387 new shares of the Company at par to Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma respectively. Upon the completion of the transfer, Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma have 31.0%, 31.0%, 18.7%, 15.0% and 4.3% respectively of the then issued share capital of the Company.

(iii) Pursuant to the subscription agreement dated 16 March 2017, the Company has allotted and issued 750 shares of the Company to Charm Dragon Investments Limited ("Pre-IPO Investor"), an independent third party, on 21 March 2017 at a cash consideration of HK$3,000,000 and 1,250 shares of the Company to Pre-IPO Investor on 21 April 2017 at a cash consideration of HK$5,000,000. Upon completion of these transactions, the Pre-IPO Investor has 18.2% equity interest in the Company.

(iv) Prior to 28 March 2017, 100% equity interest of Art Capital Limited ("ACL"), 54% equity interest of Glory Fine Corporation Limited ("GFCL"), 100% equity interest of Sweetie Deli Garden Limited ("SDGL"), 100% equity interest of Wealth Step Enterprise Limited ("WSEL") and 100% equity interest of Wealth Treasure Capital Investment Limited ("WTCIL") were owned by GLIL. On 28 March 2017, FGL acquired 54% equity interest of GFCL and entire equity interest of ACL, SDGL, WSEL and WTCIL from GLIL by allotting and issuing 310, 310, 187, 150 and 43 new shares of FGL to Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma, respectively.

(v) On 31 March 2017, FGL acquired 310, 310, 187, 150 and 43 shares in JSGL, representing the entire issued share capital in JSGL, from Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma, respectively, in consideration of allotment and issuance of 1,550, 1,550, 935, 750 and 215 new shares of FGL to Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma, respectively.

(vi) On 31 March 2017, FGL acquired 3,100, 3,100, 1,870, 1,500 and 430 shares in AGIL, representing the entire issued share capital in AGIL, from Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma, respectively, in consideration of allotment and issuance of 3,100, 3,100, 1,870, 1,500 and 430 new shares of FGL to Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma, respectively.

(vii) On 21 June 2017, Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma transferred their interests in the Company to MJL at par value.

(viii) On 13 July 2017, each issued and unissued share of the Company of HK$0.01 each was subdivided into 100 shares of HK$0.0001 each.

(ix) On 25 July 2017, every 100 issued and unissued shares of the Company of HK$0.0001 each were consolidated into one share of HK$0.01 each.

(x) On 29 August 2017, FGL acquired 1 share in Pacific Best Enterprises Limited ("PBEL"), representing the entire issued share capital in PBEL, from Acota Services Limited at nominal consideration of HK$1.

(xi) On 29 January 2018, the Company acquired the entire equity interests in FGL from Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma in consideration of allotment and issuance of 9,000 new shares of the Company to MJL (at the direction of Ms. SH Wong, Ms. LF Chow, Ms. ST Wong, Ms. SC Wong and Mr. SH Ma). Upon the completion of transfer, FGL becomes a wholly-owned subsidiary of the Company.

Upon the completion of the above Reorganisation, the Company is 90% owned by MJL and 10% owned by Pre-IPO Investor.

Pursuant to the Reorganisation detailed above, the Company has become the holding company of the companies now comprising the Group on 29 January 2018. The Group comprising the Company and its subsidiaries resulting from the Reorganisation is regarded as a continuing entity, accordingly, the consolidated financial statements have been prepared as if the Company had always been the holding company of the Group.

The consolidated financial statements have been prepared under the principles of merger accounting in accordance with the Accounting Guideline 5 "Merger Accounting for Common Control Combinations" issued by the HKICPA for the years ended 31 March 2017 and 2018. The consolidated statements of profit or loss and other comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended 31 March 2017 and 2018 include the results, changes in equity and cash flows of the companies comprising the Group as if the current group structure had been in existence throughout the years ended 31 March 2017 and 2018, or since their respective dates of incorporation, where there is a shorter period. The consolidated statement of financial position of the Group as at 31 March 2017 has been prepared to present the assets and liabilities of the companies now comprising the Group, as if the current group structure has been in existence at that date taking into account the respective dates of incorporation, where applicable.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

The Group has adopted and consistently applied HKFRSs issued by the HKICPA that are effective for the Group's financial year beginning on 1 April 2017 for both current and prior years.

New and revised HKFRSs in issue but not yet effective

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective:

HKFRS 9	Financial Instruments[1]
HKFRS 15	Revenue from Contracts with Customers and the related Amendments[1]
HKFRS 16	Leases[2]
HKFRS 17	Insurance Contracts[4]
HK(IFRIC) – Int 22	Foreign Currency Transactions and Advance Consideration[1]
HK(IFRIC) – Int 23	Uncertainty over Income Tax Treatments[2]
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions[1]
Amendments to HKFRS 4	Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts[1]
Amendments to HKFRS 9	Prepayment Features with Negative Compensation[2]
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[3]
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement[2]
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures[2]
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014 – 2016 Cycle[1]
Amendments to HKAS 40	Transfers of Investment Property[1]
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015 – 2017 Cycle[2]

1 Effective for annual periods beginning on or after 1 January 2018
2 Effective for annual periods beginning on or after 1 January 2019
3 Effective for annual periods beginning on or after a date to be determined
4 Effective for annual periods beginning on or after 1 January 2021

Except for the new HKFRSs mentioned below, the directors of the Company anticipate that the application of all other new and amendments to HKFRSs and interpretations will have no material impact on the consolidated financial statements in the foreseeable future.

HKFRS 9 "Financial Instruments"

HKFRS 9 introduces new requirements for the classification and measurement of financial assets, financial liabilities, general hedge accounting and impairment requirements for financial assets.

Key requirements of HKFRS 9 which are relevant to the Group are:

- all recognised financial assets that are within the scope of HKFRS 9 are required to be subsequently measured at amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. Debt instruments that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets, and that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are generally measured at fair value through other comprehensive income. All other financial assets are measured at their fair values at subsequent accounting periods. In addition, under HKFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

- in relation to the impairment of financial assets, HKFRS 9 requires an expected credit loss model, as opposed to an incurred credit loss model under HKAS 39 "Financial Instruments: Recognition and Measurement". The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

Based on the Group's financial instruments and risk management policies as at 31 March 2018, the directors of the Company anticipate the following potential impact on initial application of HKFRS 9:

Classification and measurement

All financial assets and financial liabilities will continue to be measured on the same bases as are currently measured under HKAS 39.

Impairment

In general, the directors of the Company anticipate that the application of the expected credit loss model of HKFRS 9 will result in earlier provision of credit losses which are not yet incurred in relation to the Group's financial assets measured at amortised cost and other items that subject to the impairment provisions upon application of HKFRS 9 by the Group.

Based on the assessment performed by the directors of the Company, the application of the expected credit loss model of HKFRS 9 will not have material impact on the opening accumulated profit of the Group at 1 April 2018.

HKFRS 15 "Revenue from Contracts with Customers"

HKFRS 15 was issued which establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. HKFRS 15 will supersede the current revenue recognition guidance including HKAS 18 "Revenue", HKAS 11 "Construction Contracts" and the related interpretations when it becomes effective.

The core principle of HKFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under HKFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in HKFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by HKFRS 15.

In 2016, the HKICPA issued Clarifications to HKFRS 15 in relation to the identification of performance obligations, principal versus agent considerations, as well as licensing application guidance.

The directors of the Company anticipate that the application of HKFRS 15 in the future may result in more disclosures, however, the directors of the Company do not anticipate that the application of HKFRS 15 will have a material impact on the timing and amounts of revenue recognised in the future financial statements.

HKFRS 16 "Leases"

HKFRS 16 introduces a comprehensive model for the identification of lease arrangements and accounting treatments for both lessors and lessees. HKFRS 16 will supersede HKAS 17 "Leases" and the related interpretations when it becomes effective.

HKFRS 16 distinguishes lease and service contracts on the basis of whether an identified asset is controlled by a customer. Distinctions of operating leases and finance leases are removed for lessee accounting, and is replaced by a model where a right-of-use asset and a corresponding liability have to be recognised for all leases by lessees, except for short-term leases and leases of low value assets.

The right-of-use asset is initially measured at cost and subsequently measured at cost (subject to certain exceptions) less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at that date. Subsequently, the lease liability is adjusted for interest and lease payments, as well as the impact of lease modifications, amongst others. For the classification of cash flows, the Group currently presents lease payments as operating cash flows. Upon application of HKFRS 16, lease payments in relation to lease liability will be allocated into a principal and an interest portion which will be presented as financing and operating cash flows respectively by the Group.

In contrast to lessee accounting, HKFRS 16 substantially carries forward the lessor accounting requirements in HKAS 17, and continues to require a lessor to classify a lease either as an operating lease or a finance lease.

Furthermore, extensive disclosures are required by HKFRS 16.

As at 31 March 2018, the Group has non-cancellable operating lease commitments of HK$23,328,000. A preliminary assessment indicates that these arrangements will meet the definition of a lease. Upon application of HKFRS 16, the Group will recognise a right-of-use asset and a corresponding liability in respect of all these leases unless they qualify for low value or short-term leases.

In addition, the Group currently considers refundable rental deposits paid of HK$5,383,000 as rights under leases to which HKAS 17 applies. Based on the definition of lease payments under HKFRS 16, such deposits are not payments relating to the right to use the underlying assets, accordingly, the carrying amounts of such deposits may be adjusted to amortised cost and such adjustments are considered as additional lease payments. Adjustments to refundable rental deposits paid would be included in the carrying amount of right-of-use assets.

Furthermore, the application of new requirements may result in changes in measurement, presentation and disclosure as indicated above.

3. REVENUE AND SEGMENT INFORMATION

Revenue represents the fair value of amounts received or receivable for goods sold and services rendered by the Group during the year.

Information reported to the management of the Group, being the chief operating decision maker (“CODM”), for the purposes of resource allocation and assessment of segment performance focuses on styles of cuisine serving by the Group’s restaurants to the customers.

Specifically, the Group’s reportable segments under HKFRS 8 “Operating Segments” are as follows:

1. Chinese cuisine – Operations of Chinese cuisine restaurants under the brand of “Marsino”

2. Western cuisine – Operations of Western cuisine restaurants under the brand of “La Dolce”

3. Thai cuisine – Operations of Thai cuisine restaurants under the brand of “Grand Avenue”

No operating segments have been aggregated in arriving at the reportable segments of the Group.

Segment revenue and results

The following is an analysis of the Group's revenue and results by operating and reportable segment.

Year ended 31 March 2018

	Chinese cuisine *HK$'000*	**Western cuisine** *HK$'000*	**Thai cuisine** *HK$'000*	**Total** *HK$'000*
Segment revenue	**53,607**	**29,975**	**52,042**	**135,624**
Segment profit	**8,575**	**2,194**	**6,313**	**17,082**
Other income				**629**
Listing expenses				**(14,018)**
Finance costs				**(326)**
Unallocated corporate costs				**(13,906)**
Loss before tax				**(10,539)**

Year ended 31 March 2017

	Chinese cuisine *HK$'000*	Western cuisine *HK$'000*	Thai cuisine *HK$'000*	Combined *HK$'000*
Segment revenue	61,571	44,782	43,362	149,715
Segment profit	11,653	4,499	4,814	20,966
Other income				678
Listing expenses				(669)
Finance costs				(286)
Unallocated corporate costs				(11,978)
Profit before tax				8,711

4. OTHER INCOME/OTHER LOSSES

	2018 *HK$'000*	2017 *HK$'000*
Other income		
Service management income *(Note)*	**342**	491
Promotion income	**156**	130
Bank interest income	**6**	–
Others	**125**	57
	629	678
Other losses		
Loss on written-off/disposals of property, plant and equipment	**166**	467

Note: Service management income rendered by the Group represented office management services provided to entities owned by Mr. Benson Hung, who was the non-controlling shareholders of AGIL before 9 February 2017, the date of the acquisition of the remaining equity interest of AGIL by the Group.

5. FINANCE COSTS

	2018 *HK$'000*	2017 *HK$'000*
Interests on bank borrowings	**326**	286

6. (LOSS) PROFIT BEFORE TAX

	2018 *HK$'000*	2017 *HK$'000*
(Loss) profit before tax has been arrived at after charging:		
Staff costs (including directors' emoluments):		
Salaries and other benefits	**46,875**	50,589
Contributions to retirement benefit scheme	**2,068**	2,240
	48,943	52,829
Auditor's remuneration	**700**	283
Amortisation of intangible asset (included in other expenses)	**28**	–
Operating lease payments in respect of rented premises:		
– minimum lease payments	**18,314**	17,102
– contingent rentals *(Note)*	**1,342**	2,709

Note: The operating lease rentals for certain restaurants are determinated as the higher of a fixed rental or a predeterminated percentage on revenue of respective restaurants pursuant to the terms and conditions that are set out in the respective rental agreements.

7. INCOME TAX EXPENSE

	2018	2017
	HK$'000	*HK$'000*
Current tax:		
Hong Kong Profits Tax	**(372)**	(2,044)
Overprovision in prior years	**362**	91
	(10)	(1,953)
Deferred tax	**(825)**	594
	(835)	(1,359)

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both years.

8. DIVIDENDS

	2018	2017
	HK$'000	*HK$'000*
Dividends recognised as distribution during the year:		
2017 interim dividends *(Note)*	**–**	1,150

Note: Two subsidiaries of the Company declared and paid interim dividends of HK$650,000 and HK$500,000 for the year ended 31 March 2017, respectively, to their then shareholders prior to the Reorganisation as disclosed in note 1.

The rate of dividend and number of shares ranking for dividend are not presented as such information is not considered meaningful having regard to the purpose of the consolidated financial statements.

9. (LOSS) EARNINGS PER SHARE

The calculation of the basic loss per share (2017: basis earnings per share) attributable to owners of the Company is based on the following data:

(Loss) earnings

	2018	2017
	HK$'000	*HK$'000*
(Loss) profit for year attributable to owners of the Company for the purpose of basic loss per share (2017: basic earnings per share)	**(12,163)**	6,292

Number of shares

	2018	2017
	'000	*'000*
Weighted average number of ordinary shares for the purpose of basic loss per share (2017: basic earnings per share)	**597,300**	517,458

For the years ended 31 March 2018 and 2017, the weighted average number of ordinary shares for the purpose of basic (loss) earnings per share has taken into account the shares issued pursuant to the Reorganisation as disclosed in note 1 and the capitalisation issue of 599,980,000 ordinary shares of HK$0.01 each of the Company at par value on 26 February 2018 (the "Capitalisation Issue") as disclosed in note 13 as if it had been effective on 1 April 2016.

No diluted (loss) earnings per share were presented as there were no potential ordinary shares in issue for both years.

10. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	2018	2017
	HK$'000	*HK$'000*
Trade receivables from restaurant operations	**953**	370
Rental deposits	**5,383**	4,284
Other deposits	**2,885**	2,741
Prepayments and other receivables	**2,380**	3,629
Deferred listing expenses	**–**	223
Total	**11,601**	11,247
Analysed for reporting purposes as:		
Non-current assets	**4,938**	5,950
Current assets	**6,663**	5,297
	11,601	11,247

There was no credit period granted to individual customers for the restaurant operations. The Group's trading terms with its customers are mainly by cash, octopus card and credit card settlement. The settlement terms of octopus card and credit card companies are usually within 7 days after the service rendered date. All trade receivables from restaurant operations are aged within 7 days.

11. TRADE AND OTHER PAYABLES AND ACCRUALS

	2018	2017
	HK$'000	*HK$'000*
Trade payables	**2,907**	3,339
Salaries payables	**4,513**	4,320
Payable for acquisition of property, plant and equipment	**48**	662
Accruals and other payables	**2,981**	1,267
Accrued listing expenses/shares issued cost	**3,707**	–
	14,156	9,588

The credit period granted to the Group by suppliers normally ranges from 0 to 30 days. All trade payables are aged within 30 days at the end of the reporting period.

12. BANK BORROWINGS

	2018	2017
	HK$'000	*HK$'000*
Carrying amount that does not contain repayment on demand clause repayable based on scheduled repayment terms:		
– More than two years but not exceeding five years	**15,000**	–
Carrying amount (shown under current liabilities) that contains a repayment on demand clause repayable based on scheduled repayment terms:		
– Within one year	**–**	977
– More than one year but not exceeding two years	**–**	997
– More than two years but not exceeding five years	**–**	3,109
– More than five years	**–**	7,975
	15,000	13,058

The bank borrowings are at floating rate which carry interest at HK$ Best Lending Rate minus a spread. The effective interest rate on the Group's bank borrowings was 2.17% (2017: 1.95%) per annum as at 31 March 2018.

At 31 March 2018, bank borrowings of HK$15,000,000 were secured by leasehold land and building owned by the Group with the carrying amount of HK$34,285,000 and corporate guarantee provided by the group companies.

At 31 March 2017, bank borrowings of HK$8,339,000 were secured by the leasehold land and building owned by the Group with the carrying amount of HK$23,541,000, personal guarantee provided by Ms. SH Wong, Ms. SC Wong and Ms. LF Chow and corporate guarantee provided by certain group entities, GLIL and Pasina Limited. The borrowings were subsequently repaid in June 2017.

At 31 March 2017, bank borrowings of HK$4,719,000 were secured by leasehold land and building owned by the Group with the carrying amount of HK$12,275,000, and a property owned by Pasina Limited and personal guarantee provided by Ms. SH Wong and Ms. SC Wong and corporate guarantee provided by certain group entities, GLIL, Wealthy Corporation Limited and Pasina Limited. The borrowings were subsequently repaid in June 2017.

The pledge of property owned by Pasina Limited, personal guarantee provided by Ms. SH Wong, Ms. SC Wong and Ms. LF Chow and corporate guarantee by GLIL, Wealthy Corporation Limited and Pasina Limited were released in June 2017.

13. SHARE CAPITAL

The share capital as at 31 March 2017 represented the combined share capital of the Company and FGL.

Details of the Company's shares are disclosed as follows:

	Number of shares	Share capital *HK$'000*
Ordinary shares of *HK$*0.01 each		
Authorised:		
At 27 January 2017 (date of incorporation) and 31 March 2017 *(Note (a))*	38,000,000	380
Share subdivision *(Note (e))*	3,762,000,000	–
Share consolidation *(Note (f))*	(3,762,000,000)	–
Increased on 29 January 2018 *(Note (b))*	1,962,000,000	19,620
At 31 March 2018	2,000,000,000	20,000
Issued and fully paid:		
At 27 January 2017 (date of incorporation) *(Note (a))*	1	–
Issue of shares on 15 March 2017 *(Note (c))*	8,999	–
Issue of shares on 21 March 2017 *(Note (d))*	750	–
At 31 March 2017	9,750	–
Issue of shares on 21 April 2017 *(Note (d))*	1,250	–
Share subdivision *(Note (e))*	1,089,000	–
Share consolidation *(Note (f))*	(1,089,000)	–
Issue of shares on 29 January 2018 *(Note (g))*	9,000	–
Issue of shares pursuant to the Capitalisation Issue *(Note (h))*	599,980,000	6,000
Issue of shares under the share offer *(Note (i))*	200,000,000	2,000
At 31 March 2018	800,000,000	8,000

Notes:

(a) The Company was incorporated on 27 January 2017 in the Cayman Islands with an authorised share capital of HK$380,000 divided into 38,000,000 shares of HK$0.01 each.

(b) On 29 January 2018, the authorised share capital of the Company was increased from HK$380,000 divided into 38,000,000 shares to HK$20,000,000 divided into 2,000,000,000 shares by the creation of 1,962,000,000 additional ordinary shares.

(c) On 15 March 2017, 8,612 and 387 shares of the Company were alloted and issued to the Controlling Shareholders and Mr. SH Ma, respectively, as disclosed in note 1(ii).

(d) On 21 March 2017 and 21 April 2017, 750 shares and 1,250 shares of the Company were alloted and issued at cash consideration of HK$3,000,000 and HK$5,000,000 to the Pre-IPO Investor as disclosed in note 1(iii).

(e) Pursuant to the written resolutions of shareholders of the Company passed on 13 July 2017, each issued and unissued share of HK$0.01 each was subdivided into 100 shares of HK$0.0001 each such that the authorised share capital as at 13 July 2017 was HK$380,000 divided into 3,800,000,000 shares of HK$0.0001 each, in which 1,100,000 shares of HK$0.0001 each were in issue.

(f) Pursuant to the written resolutions of shareholders of the Company passed on 25 July 2017, every 100 issued and unissued shares of the Company of HK$0.0001 each were consolidated into one share of HK$0.01 each such that the authorised share capital as at 25 July 2017 was HK$380,000 divided into 38,000,000 shares of HK$0.01 each, in which 11,000 shares of HK$0.01 each were in issue.

(g) On 29 January 2018, 9,000 shares of the Company were issued to the Controlling Shareholders and Mr. SH Ma to acquire the entire equity interests in FGL as disclosed in note 1(xi).

(h) On 26 February 2018, the Company capitalised the amount of HK$5,999,800 standing to the credit of the share premium account of the Company and applied the amount towards paying up in full at par 599,980,000 shares for allotment and issue to the shareholders.

(i) On 26 February 2018, the Company issued 200,000,000 shares of HK$0.01 each at HK$0.275 per share upon the completion of its share offer. On the same date, the Company's shares were listed on GEM of the Stock Exchange.

All ordinary shares issued rank pari passu with the existing issued shares in all aspects.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS OVERVIEW

We are a casual dining full service restaurant operator under 3 brands, namely "Marsino", "La Dolce" and "Grand Avenue". "Marsino" is a Chinese noodle specialist, "La Dolce" offers western cuisine while "Grand Avenue" offers Thai cuisine. Each of "Marsino", "La Dolce" and "Grand Avenue" are founded and operated by our Group. As at 31 March 2018, we operated 4 "Marsino" restaurants, 2 "La Dolce" restaurants and 4 "Grand Avenue" restaurants and all of our restaurants are situated across Kowloon and the New Territories in Hong Kong.

"Marsino" had recorded revenue of approximately HK$53.6 million during the year ended 31 March 2018, which is equivalent to 39.5% of our total revenue. As compared to the last corresponding period, "Marsino" has experienced a decrease in revenue by 12.9%.

"La Dolce" had recorded revenue of approximately HK$30.0 million during the year ended 31 March 2018, which is equivalent to 22.1% of our total revenue. As compared to the last corresponding period, "La Dolce" has experienced a decrease in revenue by 33.1%.

"Grand Avenue" had recorded revenue of approximately HK$52.0 million during the nine months ended 31 March 2018, which is equivalent to 38.4% of our total revenue. As compared to the last corresponding period, "Grand Avenue" has experienced an increase in revenue by 20.0%.

In addition to the above restaurants, our group also owns and operates a central kitchen which supplies raw materials and consumables to our restaurants. We established our central kitchen as early as in 2007, and then we moved to the existing premises due to expansion. Our management believes that our central kitchen can improve our operation efficiency in future.

FINANCIAL REVIEW

Loss and total comprehensive expense attributable to owners of the Company was approximately HK$12.2 million (year ended 31 March 2017: profits and total comprehensive income attributable to owners of the Company was approximately HK$6.3 million) for the year ended 31 March 2018. The change from profits to loss attributable to owners of the Company was mainly due to (i) non-recurring listing expenses; (ii) closure of two restaurants in Ma On Shan due to expiry of the lease; and (iii) a decrease in our revenue due to keen competition.

For the year ended 31 March 2018, the Group recorded revenue of approximately HK$135.6 million (year ended 31 March 2017: approximately HK$149.7 million), representing a decrease 9.4% compared with the same period of the previous financial year. The decrease in revenue was mainly due to the decrease in revenue from our existing restaurants as affected by keen competitions.

During the year ended 31 March 2018, the Group recorded a loss on written-off/disposals of fixed assets of approximately HK$0.2 million as well as recording long service payment expense of approximately HK$0.1 million as a result of the closure for Ma On Shan Marsino and Ma On Shan La Dolce restaurants in December 2017.

Despite the closure of the above two restaurants, we opened a new Ma On Shan Grand Avenue restaurant in October 2017 with capital investment cost of approximately HK$4.3 million. This new restaurant has 104 seats with a breakeven period of 2 months. From the of date of incorporation 29 March 2017 to 31 March 2018, Ma On Shan Grand Avenue recorded profits before tax of approximately HK$0.4 million.

FUTURE PROSPECTS

The food and beverage sector is characterized by low entry barrier, high risk, high business cost primarily in rental, labour and materials and churn of concepts. Our success is heavily dependent on the food quality, cost of operating restaurants and economic conditions of Hong Kong.

Our Group's key risk exposures and uncertainties are summarised as follows:

1) As we lease all of the properties for our restaurant operations, our operating lease obligations expose us to potential risks, such as increasing our vulnerability to adverse economic conditions, as we may not be able to terminate such leases even if we are operating at a loss. As a result, our financial condition and results of operations may be adversely affected.

2) We require various approvals and licences to operate our business, and the loss of, or failure to, obtain or renew any or all of these approvals and licences, could materially and adversely affect our business.

3) Labour shortages or increases in labour costs will increase our Group's operating costs and reduce our profitability. Furthermore, minimum wage requirements in Hong Kong may further increase and impact our staff costs in the future.

4) If there are any adverse incidents associated with the quality of our food and services provided or if our hygiene standards do not meet the relevant statutory requirements, our restaurant business could be adversely affected.

5) The availability of raw materials and consumables, such as the type, variety and quality, and their prices, can fluctuate and be volatile and are subject to factors beyond our control, including seasonal fluctuations, climate conditions, natural disasters, general economic conditions, global demand, governmental regulations, exchange rates and availability, each of which may affect our cost of food and beverages or cause a disruption in our supply.

For further details on the risks and uncertainties faced by our Group, please refer to the section headed "Risk Factors" of the prospectus of the Company dated 6 February 2018 (the "**Prospectus**").

In order to improve the overall business of the Group, we plan to:

1. Develop a franchise brand – The franchise model is one proven concept for growth and expansion. Many food and beverage as well as retails companies have leveraged on franchise for growth both locally and overseas. Our Group obtained a franchise right in November 2017 from the Franchisor in Japan who owns a brand named "Beefst" with 8 existing outlets now in Tokyo. We plan to open three outlets in 2018 and one in 2019; and

2. Develop our existing brand – Our existing model is also proven mature and profitable. We plan to open one outlet of "Grand Avenue" in 2018 and one outlet of "Marsino" in 2019. We have identified potential locations for most of the above planned openings. All tenancy offers are still under negotiating with relevant landlords and have not yet signed any lease agreement for such planning; and

3. Develop new brand – we explore different opportunities to develop new brands. For example, "HaHa Prawn Mee" is our new self-developed brand which specialises in Malaysian cuisine. The first outlet was opened in Ma On Shan in May 2018 and the second outlet is planned to open in Mongkok in June 2018.

4. Enhance and upgrade our existing accounting and IT program; and upgrade HR system to meet our needs on personnel administration and payroll management. The new HR system support multi companies and multi databases, it can also self-define static and dynamic variables and formulae to cater the change of payroll policy as well as to meet the ad-hoc requirements on human resources analysis and planning.

5. Integrate an ERP system to manage inventory across multiple locations, and track and record stock movements and control the entire procurement process. ERP can also create, manage, and distribute reports that improve transparency and decision making across the business.

6. Expand our central kitchen to house new food processing equipment and fixtures to enhance the processing capacity of semi-processed food products and sauces supplied to our restaurants as our Management is of the view that our central kitchen at its current scale would not be able to support our planned new restaurants.

Our ongoing expansion and enhancement plans will improve our market share while we will continue to refine our business strategy to cope with the continuing challenges. We will also proactively seek potential business opportunities that will broaden our sources of revenue and enhance value to the shareholders.

FOREIGN CURRENCY EXPOSURE

All the transactions of the Group are denominated in Hong Kong dollars and the Group is not exposed to significant foreign exchange exposure.

CAPITAL COMMITMENTS

As at 31 March 2018, the Group did not have any material capital commitments.

CONTINGENT LIABILITIES

As at 31 March 2018, the Group did not have any material contingent liabilities.

FINANCIAL RESOURCES AND LIQUIDITY

As at 31 March 2018, current assets amounted to approximately HK$59.1 million (as at 31 March 2017: approximately HK$11.0 million), of which approximately HK$49.2 million (as at 31 March 2017: approximately HK$4.3 million) was bank balances and cash, approximately HK$6.7 million (as at 31 March 2017: approximately HK$5.3 million) was trade and other receivables, deposits and prepayments. The Group's current liabilities amounted to approximately HK$16.5 million (as at 31 March 2017: approximately HK$27.2 million) which primarily consisted of trade and other payables and accrued charges in the amount of approximately HK$14.2 million (as at 31 March 2017: approximately HK$9.6 million). Current ratio (calculated based on the total current assets divided by total current liabilities) and quick ratio (calculated based on the total current assets less inventories divided by total current liabilities) were 3.6 and 3.5 respectively (as at 31 March 2017: 0.4 and 0.4 respectively). Gearing ratio is calculated based on the borrowings representing the sum of interest-bearing bank borrowings and amounts due to related parties and non-controlling shareholders of subsidiaries which are non-trade nature divided by total equity at the end of the year and multiplied by 100%. Gearing ratio was 17.9% (as at 31 March 2017: 36.2%).

CHARGE ON GROUP ASSETS

At 31 March 2018, bank borrowings of HK$15,000,000 were secured by leasehold land and building owned by the Group with the carrying amount of HK$34,285,000.

At 31 March 2017, bank borrowings of HK$8,339,000 and HK$4,719,000 were secured by the leasehold land and building owned by the Group with the carrying amount of HK$23,541,000 and HK$12,275,000, respectively. The borrowings were subsequently repaid in June 2017.

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES, AND PLANS FOR MATERIAL INVESTMENTS OF CAPITAL ASSETS

There was no significant investment held, material acquisition and disposal of subsidiaries and affiliated companies by the Company during the year ended 31 March 2018. There is no other plan for material investments of capital assets as at 31 March 2018.

USE OF PROCEEDS FROM THE IPO

On 26 February 2018, the Company's shares were listed on the GEM of the Stock Exchange. A total of 200,000,000 new shares with nominal value of HK$0.01 each of the Company were issued at HK$0.275 per share for a total of approximately HK$55.0 million (the "IPO"). The net proceeds raised by the Company from the IPO were approximately HK$32.6 million (the "IPO Proceeds"). As at 31 March 2018, approximately HK$0.8 million, HK$0.2 million, HK$0.3 million and HK$0.5 million had been utilised to open a new Japanese ramen restaurant in Ma On Shan which was opened in May 2018, to expand central kitchen storage facilities, to upgrade our computer system, and for general working capital, respectively.

From the Listing Date up to 31 March 2018, we had utilised approximately HK$1.8 million of the IPO Proceeds against the planned use of IPO Proceeds up to 31 March 2018, which is approximately HK$9.7 million. It represented only 18.3% of the planned IPO Proceeds had been utilised, the reason is due to the postpone of opening of the Japanese ramen restaurant in Ma On Shan from March 2018 to May 2018, the postpone of expansion of central kitchen storage facilities as we need more time to find a suitable place for us to expand the central kitchen storage facilities, and the delay of upgrading computer system as the Group would like to make more comparisons of different computer systems in order to find the best choices for us.

As at 31 March 2018, there is approximately HK$7.9 million of the IPO Proceeds remain unutilised and such balance was deposited in a licensed bank in Hong Kong.

An analysis of the utilisation of the IPO Proceeds as at 31 March 2018 is set out below:

	Planned use of IPO Proceeds up to 31 March 2018	**Utilised IPO Proceeds up to 31 March 2018**	**Unutilised IPO Proceeds up to 31 March 2018**
	HK$'000	*HK$'000*	*HK$'000*
Opening one new Japanese ramen restaurant	4,375	(818)	3,557
Expanding central kitchen storage facilities	3,500	(200)	3,300
Upgrading computer system	1,300	(250)	1,050
General working capital	500	(500)	–
Total	9,675	(1,768)	7,907

BORROWING

As at 31 March 2018, the total borrowing of the Group, all of which were denominated in Hong Kong dollar, amounted to approximately HK$15.0 million (2017: approximately HK$13.1 million). The Group's bank borrowings were primarily used in financing the working capital requirement of its operations.

Particulars of borrowings of the Group at 31 March 2018 are set out in note 12.

DIVIDENDS

The Directors did not recommend the payment of any dividend in respect of the year ended 31 March 2018.

CORPORATE GOVERNANCE

The Board and the senior management of Simplicity Holding Limited (the "**Company**") is committed to achieving high standards of corporate governance by emphasizing transparency, accountability, fairness and responsibility. The Company has adopted the Corporate Governance Code (the "**Code**") as set out in Appendix 15 to the GEM Listing Rules governing the Listing of Securities on the Stock Exchange (the "**GEM Listing Rules**") throughout the year ended 31 March 2018 and complied with all applicable code provisions under the Code.

Further information on the Group's corporate governance practices will be set out in the Corporate Governance Report contained in the Group's annual report for the year ended 31 March 2018, which will be sent to shareholders in due course.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 March 2018, the Group had 254 full-time and 186 part-time employees (as at 31 March 2017: 242 full-time and 156 part-time employees). Remuneration is determined with reference to market terms and in accordance with the performance, qualification and experience of each individual employee. Discretionary bonuses, based on each individual's performance, are paid to employees as recognition and in reward for their contributions.

The Directors are of view that employees are one of the keys to the sustainable development of the Group. Our Directors believe that our Group maintains good working relationships with its employees.

EVENTS AFTER THE REPORTING PERIOD

The Directors are not aware of any significant event requiring disclosure that has taken place subsequent to 31 March 2018 and up to the date of this announcement.

INTERESTS OF THE COMPLIANCE ADVISER

In accordance with Rule 6A.19 of the GEM Listing Rules, the Company has appointed Vinco Capital Limited ("**Vinco Capital**") to be the compliance adviser. As informed by Vinco Capital, neither Vinco Capital nor any of its directors or employees or associates, has or may have, any interest in the share capital of the Company or any member of the Group (including options or rights to subscribe for such securities), which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules, except for the compliance adviser agreement entered into between the Company and Vinco Capital dated 5 February 2018.

NON-COMPETITION UNDERTAKINGS BY CONTROLLING SHAREHOLDERS

The Company has received an annual declaration from each of the Controlling Shareholders confirming that they complied with the undertakings for the year ended 31 March 2018. The Controlling Shareholders also confirmed in the said annual declaration that none of them had any interest in a business, other than business of the Group, which competes or is likely to compete, either directly or indirectly, with the business of the Group for the year ended 31 March 2018.

DIRECTORS' SECURITIES TRANSACTIONS

The Company adopted Rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct regarding Directors' securities transactions on terms no less exacting than the required standard of dealings.

Having made specific enquiries to all the Directors and all the Directors had confirmed they have complied with the required standard of dealings and the code of conduct for directors' securities transactions during the year ended 31 March 2018.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

No director had a material interest, either directly or indirectly, in any transactions, arrangements or contracts of significance to the business of the Group to which the Company or any of its subsidiaries was a party during or at the end of the year ended 31 March 2018.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

The shares of the Company were successfully listed on GEM on 26 February 2018, throughout the period from the Listing Date to 31 March 2018, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

AUDIT COMMITTEE

The audit committee of the Company (the "**Audit Committee**") was established on 29 January 2018. The chairman of the Audit Committee is Ms. Ng Yau Kuen Carmen, other members included Mr. Yu Ronald Patrick Lup Man and Mrs. Cheung Lau Lai Yin Becky, both of them are our independent non-executive directors.

The core duties of the Audit Committee are to review the financial information and reporting process, internal control procedures and risk management system, audit plan and relationship with external auditors.

The Group's consolidated financial statements for the year ended 31 March 2018 have been reviewed by the Audit Committee. The Audit Committee is of the opinion that the consolidated financial statements of the Group for the year ended 31 March 2018 comply with applicable accounting standards, GEM Listing Rules and that adequate disclosures have been made.

SCOPE OF WORK OF MESSRS. DELOITTE TOUCHE TOHMATSU

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 March 2018 as set out in the Preliminary Announcement have been agreed by the Group's auditor, Messrs. Deloitte Touche Tohmatsu, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

By order of the Board
Simplicity Holding Limited
Wong Suet Hing
Chairman and Executive Director

Hong Kong, 15 June 2018

As at the date of this announcement, the Board comprises Ms. Wong Suet Hing, Ms. Wong Sau Ting Peony, Mr. Wong Muk Fai Woody, Mr. Ma Sui Hong and Mr. Wong Chi Chiu Henry as executive Directors; Ms. Ng Yau Kuen Carmen, Mrs. Cheung Lau Lai Yin Becky and Mr. Yu Ronald Patrick Lup Man as independent non-executive Directors.